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Edward O. Sassower (ES 5823)

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Citigroup Center

153 East 53rd Street

New York, New York 10022-4611

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**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

CALPINE CORPORATION, ET AL.,

Reorganized Debtors.

MARK DALEY,

Appellant,

v.

CALPINE CORPORATION, ET AL.,

Appellees.

Chapter 11

Case No. 05-60200 (BRL)

Jointly Administered

Case No. 08-cv-03880 (DAB)

ECF Case

NOTICE OF MOTION TO ADMIT COUNSEL *PRO HAC VICE*

PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, I, Edward O. Sassower, a member in good standing of the bar of this Court, hereby move for an Order allowing the admission *pro hac vice* of:

Applicant's Name: Mark S. Lillie
Firm name: Kirkland & Ellis
Address: 200 East Randolph Drive
City / State / Zip: Chicago, IL 60601
Phone Number: (312) 861-2000
Fax Number: (312) 861-2200

MAY 02 2008

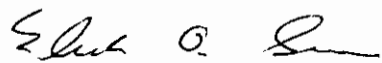
1606709-578 010

FILED COURT
U.S. DISTRICT COURT
2008 MAY -2 PM 4:33
S.D. N.Y.

Mark S. Lillie is a member in good standing of the Bar of the State of Illinois. There are no pending disciplinary proceedings against Mark S. Lillie in any State or Federal court.

Dated: May 2, 2008

New York, New York



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153 East 53rd Street
New York, New York 10022-4611
Telephone: (212) 446-4800
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Attorney for the Reorganized Debtors

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

CALPINE CORPORATION, ET AL.,

Reorganized Debtors.

MARK DALEY,

Appellant,

v.

CALPINE CORPORATION, ET AL.,

Appellees.

**AFFIDAVIT OF EDWARD O. SASSOWER
IN SUPPORT OF MOTION TO ADMIT COUNSEL *PRO HAC VICE***

STATE OF NEW YORK)
COUNTY OF NEW YORK)

SS.:

Edward O. Sassower, being duly sworn, hereby deposes and says as follows:

1. I am counsel for the Reorganized Debtors in the above-captioned action. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts set forth herein and in support of the Reorganized Debtors' motion to admit Mark S. Lillie as counsel *pro hac vice* to represent the Reorganized Debtors in this matter.
2. I am a member in good standing of the bar of the New York. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.
3. Mark S. Lillie and I have been colleagues at Kirkland & Ellis LLP since I joined the firm in 2003.
4. Mark S. Lillie is an attorney at Kirkland & Ellis LLP, 200 East Randolph Drive, Chicago, Illinois, 60601.
5. I have found Mark S. Lillie to be a skilled attorney and a person of integrity. He is experienced in Federal practice and is familiar with the Federal Rules of Procedure.

6. Accordingly, I am pleased to move the admission of Mark S. Lillie, *pro hac vice*.
7. In support of this motion, I submit a Certificate of Good Standing of Mark S. Lillie, which is attached hereto as Exhibit A.
8. I respectfully submit a proposed order gaining the admission of Mark S. Lillie, *pro hac vice*, which is attached hereto as Exhibit B.

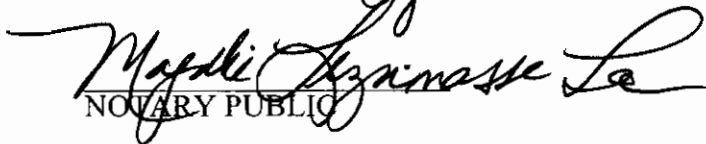
WHEREFORE it is respectfully requested that the motion to admit Mark S. Lillie, *pro hac vice*, to represent Reorganized Debtors in the above-captioned matter, be granted.

Dated: May 2, 2008
New York, New York

Respectfully submitted,


Edward O. Sassower

Sworn to before me
the 2nd day of May, 2008


NOTARY PUBLIC

MAGALI L. LEE
Notary Public, State of New York
No. 01LE8069014
Qualified in New York County
Commission Expires Jan. 22, 2010

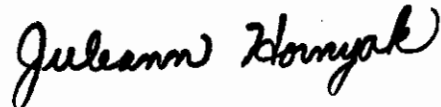
Certificate of Admission To the Bar of Illinois

I, Juleann Hornyak, Clerk of the Supreme Court of Illinois, do hereby certify that

Mark Steven Lillie

has been duly licensed and admitted to practice as an Attorney and Counselor of Law within this State; has duly taken the required oath to support the CONSTITUTION OF THE UNITED STATES and of the STATE OF ILLINOIS, and also the oath of office prescribed by law, that said name was entered upon the Roll of Attorneys and Counselors in my office on June 12, 1995 and is in good standing, so far as the records of this office disclose.

In Witness Whereof, I have hereunto
placed my hand and affixed the seal
of said Supreme Court, at Springfield,
in said State, this Wednesday, April 30, 2008.



Clerk

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

CALPINE CORPORATION, ET AL.,

Reorganized Debtors.

MARK DALEY,

Appellant,

v.

CALPINE CORPORATION, *ET AL.*,

Appellees.

ORDER FOR ADMISSION *PRO HAC VICE* ON WRITTEN MOTION

Upon the motion of Edward O. Sassower attorney for the Reorganized Debtors
and said sponsor attorney's affidavit of support:

IT IS HEREBY ORDERED that

Applicant's Name: Mark S. Lillie

Firm Name: Kirkland & Ellis

Address: 200 East Randolph Drive

City / State / Zip: Chicago, IL, 60601

Telephone / Fax: (312) 861-2000; (312) 861-2200

Email Address: mlillie@kirkland.com

is admitted to practice *pro hac vice* as counsel for the Reorganized Debtors in the above-captioned case in the United States District Court for the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case

Filing (ECF) system, counsel shall immediately apply for an ECF password at www.nysd.uscourts.gov. Counsel shall forward the *pro hac vice* fee to the Clerk of Court.

Dated:

New York, New York

United States District Judge

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

CALPINE CORPORATION, ET AL.,

Reorganized Debtors.

MARK DALEY,

Appellant,

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AFFIDAVIT OF SERVICE

STATE OF NEW YORK)

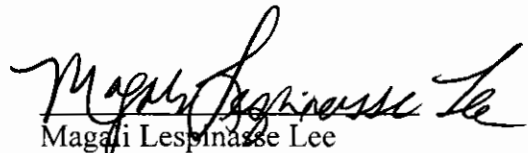
) ss.:

COUNTY OF NEW YORK)

Magali L. Lee, being duly sworn, deposes and says: I am not a party to the within action, am over 18 years of age and reside in New York, New York.

On the 2nd day of May, 2008, I caused to be served a true copy of the Notice of Motion to Admit Counsel *Pro Hac Vice* to the party listed below by overnight courier.

David Wander, Esq.
Wander & Associates, P.C.
641 Lexington Avenue, 21st Floor
New York, NY 10022


Magali Lessinasse Lee

Sworn to before me this
2nd day of May, 2008


Notary Public

NOTARY PUBLIC
NOTARY PUBLIC, State of New York
No. 478896
Qualified in Nassau County
Commission Expires Sept. 30, 2009